

I, ADRIAN PAUL BROWN, M.A., M.I.L., M.I.T.I., employed as a translator by Abel & Imray, Chartered Patent Attorneys, of 20 Red Lion Street, London WC1R 4PQ, U.K., do hereby declare that I am the translator of the extract, dated 25.07.2003, from the Commercial Register of the City of Basel for Company number CH-270.3.012.448-3, notarised on 30.07.2003, and I certify that the following is a true translation to the best of my knowledge and belief.

A handwritten signature in cursive script, appearing to read 'A. P. Brown'.

Adrian Brown

THIS 11th DAY OF AUGUST 2003

Cantonal Commercial Register, Main Register of the City of Basel

Company number	Legal form	Entry	Deletion	Transfer from:	
CH-270.3.012.448-3	Company limited by shares	31.01.2000		to:	1

All entries

Ent.	Del.	Company	Ref.	Place of incorporation
1		Novartis Agri International AG	1	Basel
1	6	(Novartis Agri International SA) (Novartis Agri International Inc.)		
6		Syngenta Participations AG		
6	7	(Syngenta Participations SA) (Syngenta Participations Inc.)		
7		(Syngenta Participations SA) (Syngenta Participations Ltd.)		

Ref	Share capital (CHF)	Issued (CHF)	Denomination	Ref	Company address
1	100,000.--	100,000.--	10,000 nominal shares of CHF 10.--	1	c/o Novartis International AG
2	9,999,900.--	9,999,900.--	999,990 nominal shares of CHF 10.--		Schwarzwaldallee 215
4	9,999,920.--	9,999,920.--	999,992 nominal shares of CHF 10.--		4002 Basel
5	9,999,930.--	9,999,930.--	999,993 nominal shares of CHF 10.--	7	c/o Syngenta AG
6	10,000,000.--	10,000,000.--	1,000,000 nominal shares of CHF 10.--		Schwarzwaldallee 215
7	11,000,000.--	11,000,000.--	1,100,000 nominal shares of CHF 10.--		4058 Basel
9	25,000,000.--	25,000,000.--	2,500,000 nominal shares of CHF 10.--	10	c/o Syngenta International AG
Ref	PC capital (CHF)	Issued (CHF)	Participation certificates		Schwarzwaldallee 215
					4058 Basel

Ent.	Del.	Purpose	Ref.
1		Holding, and ongoing administration, of participations in companies of any kind, especially companies incorporated abroad, which are involved in the field of agriculture and related fields. The company has the capacity to acquire, liquidate and sell real estate and intellectual property rights.	

Ent.	Del.	Remarks	Ref.	Date of Articles of Incorporation
1		Notifications to the share-holders: SHAB or letters.	1	28.01.2000
			2	20.07.2000
			4	09.10.2000
			5	17.10.2000
			6	24.10.2000
			7	17.11.2000
			9	21.12.2000

Ent.	Del.	Contributions in kind, transfers in kind, special advantages, certificates of enjoyment	Ref.	Means of publication
2		Contribution in kind: Participations according to contribution in kind agreements of 20.07.2000 at a price of CHF 34,019,836.--, for which 989,990 nominal shares of CHF 10.-- are issued.	1	SHAB
4		Contribution in kind: Participations according to contribution in kind agreements of 09.10.2000 at a price of CHF 61,464,603.--, for which 2 nominal shares of CHF 10.-- are issued.		
5		Contribution in kind: Participation according to contribution in kind agreement of 17.10.2000 at a price of CHF 30,369,491.--, for which 1 nominal share of CHF 10.-- is issued.		
6		Contribution in kind: Participations and intellectual property rights according to contribution in kind agreement of 24.10.2000 at a price of CHF 347,334,601.--, for which 7 nominal shares of CHF 10.-- are issued.		
7		Merger: In connection with the capital increase of 17.11.2000, the company assumes assets of CHF 716,442,111.-- and liabilities of CHF 714,666,311.-- of "Zeneca Agrochemicals Zeta AG" in Basel, according to merger balance sheet of 17.11.2000, under Art. 748 OR. For the excess of assets of CHF 1,775,800.-- the share-holders of the company taken over receive 100,000 nominal shares of CHF 10.-- in the company taking over.		
9		Contribution in kind: 68,664,398 shares (common stock) of "Syngenta Corporation" in Wilmington (Delaware, USA), according to contribution in kind agreement of 21.12.2000 at a price of CHF 175,000,000.--, for which 1,400,000 nominal shares of CHF 10.-- are issued.		

Ent.	Del.	Branch office	Ent.	Del.	Branch office	Ent.	Del.	Branch office	Ent.	Del.	Branch office

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All entries

Code	Ref	TB No.	TB date	SHAB	SHAB date	Page	Code	Ref	TB No.	TB date	SHAB	SHAB date	Page
SB	1	567	31.01.2000	26	07.02.2000	839	EB	9	6206	22.12.2000	2	04.01.2001	61
SB	2	3550	24.07.2000	147	31.07.2000	5220	JO	10	3332	15.06.2001	119	22.06.2001	4694
BR	3	4789	05.10.2000	199	12.10.2000	6984	DD	11	4051	07.08.2002	155	14.08.2002	5
SB	4	4833	09.10.2000	201	16.10.2000	7057	SB	12	5478	23.10.2002	210	30.10.2002	5
SB	5	4988	17.10.2000	207	24.10.2000	7254	KU	13	B 6177	26.11.2002	B 234	03.12.2002	4
BR	6	5125	27.10.2000	215	03.11.2000	7491							
SE	7	5556	17.11.2000	231	27.11.2000	8060							
JO	8	6064	18.12.2000	251	27.12.2000	8835							

Ent.	Mod.	Del.	Personal details	Function	Type of signature
1			Imhof, Heinz, from Freienwil, residing in Riehen	President of the Board	Joint signature by two
1		8	Bärlocher, Dr. Urs, from Thal, residing in Riehen	Member and Secretary of the Board	Joint signature by two
1		8	Breu, Dr. Raymund, from Oberegg, residing in Bottmingen	Member of the Board	Joint signature by two
1		8	Cheetham, Malcolm, British national, residing in Münchenstein		Joint signature by two
1		8	Eichhorn, Felix, from Basel, residing in Basel		Joint signature by two
1		8	Fricker, Hans, British national and from Nusschhof, residing in Basel		Joint signature by two
1		8	Heitz, Peter, from Basel, residing in Basel		Joint signature by two
1			Heller, Damian, from Arlesheim, residing in Arlesheim	[Stamp:	Joint signature by two
1		3m	Henrich, Dr. Martin, from Basel, residing in Basel	COMMERCIAL	Joint signature by two
1		3m	Mäder, Christoph, from Zürich, residing in Bottmingen	REGISTER OFFICE	Joint signature by two
1		8	Manser, John, from Appenzell, residing in Riehen	CITY OF BASEL]	Joint signature by two
1		10m	Michaelis, Daniel, from Winterthur, residing in Basel		Joint signature by two
1			Schürmann, Otto, from Egerkingen, residing in Muttenz		Joint signature by two
1		8m	Steiblin, Richard, French national, residing in Riehen		Joint signature by two
1		8	Vierkötter, Jürgen, German national, residing in Bockten		Joint signature by two
1		8	Wittwer, Reto, from Linden, residing in Dietikon		Joint signature by two
1		13m	Itag-Revision, Basel branch office, in Basel	Auditor	
1		11	PricewaterhouseCoopers AG in Basel	Auditor	
	3	5m	Mäder, Christoph, from Zürich, residing in Bottmingen	Member of the Board	Joint signature by two
	3	8	Henrich, Dr. Martin, from Basel, residing in Basel	Member of the Board	Joint signature by two
	5		Mäder, Christoph, from Zürich, residing in Oberwil BL	Member of the Board	Joint signature by two
	8		Steiblin, Richard, French national, residing in Riehen	Member of the Board	Joint signature by two
8		12	Trutmann, Dr. Verena, from Küssnacht am Rigi and Luzern, residing in Basel		Joint signature by two
8		12	Sartorius, Timon, from Basel, residing in Basel		Joint signature by two
	10		Michaelis, Daniel, from Winterthur, residing in Basel,	Secretary (non-member)	Joint signature by two
10			Bollag, Bernard, from Endingen, residing in Basel		Joint signature by two
10			Catillon, Eva, from Elgg, residing in Basel		Joint signature by two
10			Collins, Jane, British national, residing in Basel		Joint signature by two
10			Dammann, Mike, German national, residing in Eimeldingen (D)		Joint signature by two
10			Flattery, Marian, citizen of the USA, residing in Basel		Joint signature by two
10		11	Hamman, Dr. Heinz, German national, residing in Möhlin		Joint signature by two
10			Kuntschen, Antoine, from Sion, residing in Basel		Joint signature by two
10			Riggenbach, Max, from Rütenberg, residing in Frenkendorf		Joint signature by two

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CH-270.3.012.448-3	Syngenta Participations AG	Basel	3
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All entries

Ent.	Mod.	Del.	Personal details	Function	Type of signature
10			Schreiner, Dr. Peter, from Visp, residing in MuttENZ		Joint signature by two
10			Smolders, Walter, Belgian national, residing in Ettingen		Joint signature by two
11			Ernst & Young in Basel	Auditor	
12	13		Boin, Pierre-Etienne, from Le Peuchepatte, residing in Riehen		Joint signature by two
			Itag Revision, Basel branch office, in Basel	Auditor with limited mandate for the auditing of increases to capital	

Basel, 25.07.2003 10.33 [Initials]

Without the accompanying original certification, this extract from the Cantonal Commercial Register has no validity. It contains all entries currently valid for the company concerned and all entries deleted since 31.01.2000.

If specially requested, an extract containing only all currently valid entries can also be issued.

[Stamp: Commercial Register Office
City of Basel]

Commercial Register Office of the City of Basel [signature]

For an authentic photocopy

Basel, the 30th (thirtieth) of July 2003 (two thousand and three).

[Seal: CONRAD HAAB I.U.D.
NOTARY OF BASEL]

[signature]

Leg.Prot.No.2048/2003